8011-01p

SECURITIES AND EXCHANGE COMMISSION

Proposed Collection; Comment Request

Upon Written Request, Copies Available From: Securities and Exchange Commission Office of Investor Education and Advocacy Washington, DC 20549-0213

Extension: Form 24F-2

SEC File No. 270-399, OMB Control No. 3235-0456

Notice is hereby given that pursuant to the Paperwork Reduction Act of 1995 (44 U.S.C. 3501-3520), the Securities and Exchange Commission (the "Commission") is soliciting comments on the collection of information summarized below. The Commission plans to submit this existing collection of information to the Office of Management and Budget ("OMB") for extension and approval.

Rule 24f-2 (17 CFR 270.24f-2) under the Investment Company Act of 1940 (15 U.S.C. 80a) requires any open-end management companies ("mutual funds"), unit investment trusts ("UITs") or face-amount certificate companies (collectively, "funds") deemed to have registered an indefinite amount of securities to file, not later than 90 days after the end of any fiscal year in which it has publicly offered such securities, Form 24F-2 (17 CFR 274.24) with the Commission. Form 24F-2 is the annual notice of securities sold by funds that accompanies the payment of registration fees with respect to the securities sold during the fiscal year.

The Commission estimates that 6946 funds file Form 24F-2 on the required annual basis. The average annual burden per respondent for Form 24F-2 is estimated to be two hours. The total annual burden for all respondents to Form 24F-2 is estimated to be 13,892 hours.

2

The estimate of average burden hours is made solely for the purposes of the Paperwork

Reduction Act, and is not derived from a comprehensive or even a representative survey or study

of the costs of Commission rules.

Compliance with the collection of information required by Form 24F-2 is mandatory.

The Form 24F-2 filing that must be made to the Commission is available to the public. An

agency may not conduct or sponsor, and a person is not required to respond to, a collection of

information unless it displays a currently valid OMB control number.

The Commission requests written comments on: (a) whether the collection of information

is necessary for the proper performance of the functions of the Commission, including whether

the information has practical utility; (b) the accuracy of the Commission's estimate of the

burdens of the collection of information; (c) ways to enhance the quality, utility, and clarity of

the information collected; and (d) ways to minimize the burden of the collection of information

on respondents, including through the use of automated collection techniques or other forms of

information technology. Consideration will be given to comments and suggestions submitted in

writing within 60 days of this publication.

Please direct your written comments to Thomas Bayer, Chief Information Officer,

Securities and Exchange Commission, C/O Remi Pavlik-Simon, 100 F Street, NE, Washington,

DC 20549; or send an email to: PRA Mailbox@sec.gov.

Dated: June 4, 2014.

Kevin M. O'Neill. Deputy Secretary.

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